

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

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In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.¹

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In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION
AUTHORITY,

Debtor.

-----X

**COVER SHEET TO FOURTEENTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY FOR THE PERIOD OF
JUNE 1, 2018 THROUGH JUNE 30, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	June 1, 2018 through June 30, 2018
Amount of compensation sought as actual, reasonable and necessary:	\$12,343.50
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$572.00
Total amount for this invoice:	\$12,915.50

This is a: X monthly ___ interim ___ final application

This is O&B's fourteenth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for June 2018.

/s/ Jaime A. El Koury

Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On August 9, 2018 sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhlend, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

Counsel for PR Fiscal Agency and Financial Advisory Authority:

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico

Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite 1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq., aaneses@cstlawpr.com

Counsel for the Official Committee of Retired Employees:

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequeira, Esq., ajb@bennazar.org

Jenner & Block LLP
919 Third Ave
New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteeg@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant
Secretary of Central Accounting,
Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary
of Internal Revenue and Tax Policy
angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Assistant Secretary of Internal
Revenue and Tax Policy,
Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of
the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
One East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

<u>HTA TITLE III</u>					
<u>Summary of Legal Fees for the Period June 1 through June 30, 2018</u>					
Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Hermann D. Bauer	Member	Litigation	\$ 290.00	11.90	\$ 3,451.00
Carla Garcia Benitez	Member	Litigation	\$ 330.00	11.30	\$ 3,729.00
Ubaldo M. Fernandez Barrera	Jr. Member	Litigation	\$ 210.00	0.60	\$ 126.00
Jorge A. Candelaria	Associate	Corporate	\$ 170.00	12.10	\$ 2,057.00
Paula A. Gonzalez Montalvo	Associate	Litigation	\$ 170.00	0.60	\$ 102.00
Gabriel Miranda	Associate	Litigation	\$ 145.00	13.90	\$ 2,015.50
Karla M. Morales	Associate	Corporate	\$ 170.00	7.10	\$ 1,207.00
Daniel J. Perez Refojos	Associate	Litigation	\$ 180.00	1.80	\$ 324.00
Emiliano Trigo Fritz	Associate	Corporate	\$ 200.00	2.90	\$ 580.00
Laura Jimenez Davis	Paralegal	Litigation	\$ 140.00	0.40	\$ 56.00
Milagros Marciano Baez	Paralegal	Litigation	\$ 135.00	0.50	\$ 67.50
	Totals			63.10	\$ 13,715.00
	Less: 10% Courtesy discount				\$ (1,371.50)
SUMMARY OF LEGAL FEES					\$ 12,343.50
<u>HTA TITLE III</u>					
<u>Summary of Disbursements for the Period June 1 through June 30, 2018</u>					
Description - Expenses			Amounts		
Airfare Expense to Boston on May 26, 2018 to Attend Hearing RE: 18-ap-0030-HDB			\$		496.80
Duplicating			\$		36.40
Duplicating-Color			\$		38.80
	Totals				\$ 572.00
SUMMARY OF DISBURSEMENTS					\$ 572.00

<u>HTA TITLE III</u>			
<u>Summary of Legal Fees for the Period June 1 through June 30, 2018</u>			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	1.30	\$ 260.00
202	Legal Research	29.50	\$ 6,383.00
203	Hearings and Other Non-filed Communications with the Court	1.50	\$ 270.00
206	Documents Filed on Behalf of the Board	0.90	\$ 156.00
208	Stay Matters	0.30	\$ 87.00
209	Adversary Proceeding	17.70	\$ 3,269.50
210	Analysis and Strategy	8.50	\$ 2,465.00
211	New-Budgeting	0.40	\$ 80.00
212	General Administration	1.90	\$ 551.00
219	Docketing	0.50	\$ 67.50
224	Fee Applications-O&B	0.60	\$ 126.00
			<u>\$13,715.00</u>
	Less: 10% Courtesy Discount		\$ (1,371.50)
	TOTALS	63.10	\$12,343.50

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$11,109.15, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$572.00) in the total amount of \$11,681.15.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

O'NEILL & BORGES LLC

July 3, 2018

FOMB IN RE HTA TITLE III

RE: GENERAL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MOUNTAIN DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

July 3, 2018
Bill #: 328942
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
June 30, 2018:

Client.Matter: P1703 - 0

RE: GENERAL

Total Professional Services	\$ 888.50
Less Discount	<u>\$ -88.85</u>
Net Professional Services	\$ 799.65
Total Reimbursable Expenses	<u>\$ 75.20</u>
TOTAL THIS INVOICE	\$ 874.85

O'NEILL & BORGES LLC

250 LAKE MICHIGAN DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1703 . 0
RE: GENERAL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
6/12/18	MMB	219	Docket court notice received by email dated June 8, 2018, regarding order dkt 453 regarding transcript of June 6, 2018 hearing - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
6/13/18	HDB	212	Tel. conf. with counsel for Movants in HTA Motion to Compel concerning Settlement Stipulation and Exhibit. (.20) Revise draft Stipulation. (.20)	.40	290.00	116.00
6/14/18	CGB	202	Draft introduction on Puerto Rico law unfair trade practices statutory scheme for memo considering issues arising from Siemens potential refusal to deal with HTA.	.60	330.00	198.00
6/14/18	HDB	210	Analyze proposed Exhibit A to Settlement Stipulation to Motions to Compel.	.30	290.00	87.00
6/18/18	HDB	210	Respond to queries regarding implementation of toll increases.	.20	290.00	58.00
6/27/18	HDB	210	Review issues regarding possible Mandamus against HTA.	.30	290.00	87.00
6/28/18	HDB	208	Review Lift Stay Notice by Sucesion Mandry Mercado (.20) Draft e-mail regarding same. (.10)	.30	290.00	87.00
6/29/18	HDB	210	Review memorandum regarding imposition of toll increases.	.40	290.00	116.00
6/29/18	UMF	224	Draft monthly fee application for HTA.	.60	210.00	126.00

TOTAL PROFESSIONAL SERVICES \$ 888.50

Less Discount \$ -88.85

NET PROFESSIONAL SERVICES: \$ 799.65

Bill #: 328942

July 3, 2018

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
CARLA GARCIA BENITEZ	.60	330.00	198.00
HERMANN BAUER	1.90	290.00	551.00
UBALDO M. FERNANDEZ BARRERA	.60	210.00	126.00
MILAGROS MARCANO BAEZ	.10	135.00	13.50
Total	3.20		\$ 888.50

EXPENSES

Date	Description	Amount
6/27/18	DUPLICATING - AS OF 6/27/18 (9 Copies @ \$.10)	.90
6/27/18	DUPLICATING - AS OF 6/27/18 (3 Copies @ \$.10)	.30
6/27/18	DUPLICATING - AS OF 6/27/18 (23 Copies @ \$.10)	2.30
6/27/18	DUPLICATING - AS OF 6/27/18 (13 Copies @ \$.10)	1.30
6/27/18	DUPLICATING - AS OF 6/27/18 (13 Copies @ \$.10)	1.30
6/27/18	DUPLICATING - AS OF 6/27/18 (3 Copies @ \$.10)	.30
6/27/18	DUPLICATING-COLOR- AS OF 6/27/18 (12 Copies @ \$.40)	4.80
6/27/18	DUPLICATING-COLOR- AS OF 6/27/18 (85 Copies @ \$.40)	34.00
6/29/18	DUPLICATING - AS OF 6/29/18 (300 Copies @ \$.10)	30.00

TOTAL REIMBURSABLE EXPENSES \$ 75.20

TOTAL THIS INVOICE \$ 874.85

O'NEILL & BORGES LLC

July 3, 2018

FOMB IN RE HTA TITLE III

RE: FISCAL PLAN

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MUNDY RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

July 3, 2018
Bill #: 328943
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
June 30, 2018:

Client.Matter: P1703 - 2

RE: FISCAL PLAN

Total Professional Services	\$ 4,395.00
VOLUME DISCOUNT	<u>\$ -439.50</u>
Net Professional Services	\$ 3,955.50
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 3,955.50

O'NEILL & BORGES LLC

250 LAKE MICHIGAN DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1703 . 2
RE: FISCAL PLAN

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
6/17/18	ETF	201	Respond to K. Rifkind questions regarding processes for HTA to increase toll rates.	.30	200.00	60.00
6/18/18	ETF	201	Review Act 3-2017 as it relates to Governor's authority with respect to toll rates.	.20	200.00	40.00
6/22/18	ETF	201	Respond to Proskauer (E. Barak) inquiry regarding process for HTA to increase tolls.	.10	200.00	20.00
6/27/18	CGB	202	Analyze query from D. Desatnik regarding legal remedy options available to compel compliance with the HTA fiscal plan. (.30) consider known cases where USDC-PR has issued orders compelling actions by the Puerto Rico Government. (.30)	.60	330.00	198.00
6/27/18	CGB	202	Coordinate with legal team different avenues to research legal remedy options available to compel compliance with the HTA fiscal plan to ensure no repetitive research takes place.	.20	330.00	66.00
6/27/18	JAC	202	Analyze potential legal issues regarding Puerto Rico Highways and Transportation Authority's power to modify toll road rates.	.60	170.00	102.00
6/27/18	JAC	202	Conduct research regarding Puerto Rico Highways and Transportation Authority's power to modify toll road rates under its enabling act.	3.90	170.00	663.00
6/27/18	ETF	211	Tel. conf. with M. Tulla regarding HTA budget. (.20) Review HTA Governing Board Resolution approving FY 19 budget. (.10)	.30	200.00	60.00
6/27/18	ETF	211	Respond to Proskauer question regarding HTA budget.	.10	200.00	20.00

Bill #: 328943

July 3, 2018

6/27/18	ETF	201	Tel.conf. with McKinsey (T. Duvall, Z. Jamil and others) and Proskauer (P. Possinger and E. Barak) regarding HTA fiscal plan and measures in the plan.	.70	200.00	140.00
6/27/18	KMM	202	Analyze email sent by D. Desatnik from Proskauer regarding whether the Fiscal Oversight Management Board can require the Puerto Rico Highway and Transportation Authority to comply with the fiscal plan.	.10	170.00	17.00
6/27/18	KMM	202	Conduct legal research regarding alternate federal judicial options to require the Puerto Rico Highway and Transportation Authority to comply with the fiscal plan.	4.90	170.00	833.00
6/28/18	CGB	202	Revise Draft memorandum setting forth analysis of mandamus requirements under Puerto Rico law as option to compel compliance of the HTA fiscal plan.	.70	330.00	231.00
6/28/18	JAC	202	Conduct legal research on Puerto Rico Highways and Transportation Authority's regulations and resolutions to assess previous toll road rates increases.	1.60	170.00	272.00
6/28/18	JAC	202	Draft memorandum regarding writ of mandamus under Puerto Rico law.	3.20	170.00	544.00
6/28/18	JAC	202	Revise memorandum on writ of mandamus under Puerto Rico law.	.90	170.00	153.00
6/28/18	JAC	202	Analyze Puerto Rico case law on writ of mandamus.	1.90	170.00	323.00
6/28/18	ETF	202	Review memo regarding using a mandamus in connection with enforcing the HTA fiscal plan.	1.20	200.00	240.00
6/28/18	KMM	202	Draft legal memorandum regarding federal judicial mechanisms to may require the Puerto Rico Highway and Transportation Authority to comply with the fiscal plan.	2.10	170.00	357.00
6/28/18	LJD	202	As requested by attorney C. Garcia, perform a research related to 2005's tolls rate increase.	.40	140.00	56.00

TOTAL PROFESSIONAL SERVICES	\$ 4,395.00
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VOLUME DISCOUNT	<u>\$ -439.50</u>
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NET PROFESSIONAL SERVICES:	\$ 3,955.50
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Bill #: 328943

July 3, 2018

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
CARLA GARCIA BENITEZ	1.50	330.00	495.00
JORGE A. CANDELARIA	12.10	170.00	2,057.00
EMILIANO TRIGO FRITZ	2.90	200.00	580.00
KARLA M. MORALES	7.10	170.00	1,207.00
LAURA JIMENEZ DAVIS	.40	140.00	56.00
Total	24.00		\$ 4,395.00

TOTAL THIS INVOICE

\$ 3,955.50

O'NEILL & BORGES LLC

July 3, 2018

FOMB IN RE HTA TITLE III

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MUNDY RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

July 3, 2018
Bill #: 328944
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending June 30, 2018:

Client.Matter: P1703 - 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Total Professional Services	\$ 126.00
VOLUME DISCOUNT	<u>\$ -12.60</u>
Net Professional Services	\$ 113.40
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 113.40

O'NEILL & BORGES LLC

250 LAKE MUNGUZA DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1703 . 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
6/27/18	DJP	203	Respond to email from presiding judge's deputy clerk pertaining to removal of binders with exhibits used during hearing.	.20	180.00	36.00
6/27/18	DJP	203	Coordinate pick up of binders with exhibits used during hearing to be sent to T. Mungovan, from Proskauer Rose LLP.	.30	180.00	54.00
6/29/18	DJP	203	Contact judge's courtroom deputy clerk to follow up on matters related to the retrieval of binders of exhibits used during hearing.	.20	180.00	36.00

TOTAL PROFESSIONAL SERVICES \$ 126.00

VOLUME DISCOUNT \$ -12.60

NET PROFESSIONAL SERVICES: \$ 113.40

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
DANIEL J. PEREZ REFOJOS	.70	180.00	126.00
Total	.70		\$ 126.00

TOTAL THIS INVOICE \$ 113.40

O'NEILL & BORGES LLC

July 3, 2018

FOMB IN RE HTA TITLE III

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

July 3, 2018
Bill #: 328945
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
June 30, 2018:

Client.Matter: P1703 - 803

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

Total Professional Services	\$ 13.50
VOLUME DISCOUNT	<u>\$ -1.35</u>
Net Professional Services	\$ 12.15
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 12.15

O'NEILL & BORGES LLC

Client.Matter: P1703 . 803

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
6/22/18	MMB	219	Docket court notice received by email dated June 22, 2018, regarding filing of nine paper copies of appellant's brief - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
TOTAL PROFESSIONAL SERVICES						\$ 13.50
VOLUME DISCOUNT						<u>\$ -1.35</u>
NET PROFESSIONAL SERVICES:						\$ 12.15

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
MILAGROS MARCANO BAEZ	.10	135.00	13.50
Total	.10		\$ 13.50

TOTAL THIS INVOICE

\$ 12.15

O'NEILL & BORGES LLC

July 3, 2018

FOMB IN RE HTA TITLE III

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MUNDY RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

July 3, 2018
Bill #: 328946
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending June 30, 2018:

Client.Matter: P1703 - 805

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

Total Professional Services	\$ 8,292.00
VOLUME DISCOUNT	<u>\$ -829.20</u>
Net Professional Services	\$ 7,462.80
Total Reimbursable Expenses	<u>\$ 496.80</u>
TOTAL THIS INVOICE	\$ 7,959.60

O'NEILL & BORGES LLC

Client.Matter: P1703 . 805

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
6/01/18	HDB	210	Tel. conf. with M. Dale regarding status report for Omnibus hearing. (.20) Tel. conf. with G. Lopez Soler. (.20) Review documents in preparation for conference call with GDB and Siemens regarding status report. (.20) Review emails outline structure of proposed resolution mechanism. (.20) Tel. conf. with Proskauer, counsel for AAFAF and GDB to outline legal issues and proposals to Siemens regarding Joint Status Report in anticipation of Omnibus Hearing. (.40) Tel. conf. to meet and confer with counsel for Siemens regarding the same. (.70)	1.90	290.00	551.00
6/01/18	DJP	206	Contact Z. Chalett, from Proskauer Rose LLP, to discuss strategy and timing of the filing of an opposition to motion to remand.	.30	180.00	54.00
6/03/18	HDB	202	Review query about nature of escrow agreements under Puerto Rico Law by Proskauer. (.10) Review and analyze Puerto Rico case law. (.90) Draft e-mail memorandum setting forth analysis. (.20)	1.20	290.00	348.00
6/04/18	CGB	209	Analyze Draft of proposed joint status report to be submitted in compliance with the Court's mandate.	.20	330.00	66.00

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6/04/18	HDB	210	Revise draft GDB proposed language for Joint Status Report (.20). Revise GDB proposed revised Title VI Timeline (.20) Revise and edit draft FOMB Status Report language (.20) Tel. conf. M. Dale regarding status report. (.20). Tel. conf. L. Marini regarding AAFAF's status report (.10) Tel. conf. with G. Lopez Soler regarding Status Report. (.30) Revise draft status report (.30) Review e-mail to Siemens regarding status report (.10) Review e-mail regarding Title VI deadlines (.20) Revise consolidated Status Report (.30) Revise and discuss issues regarding proposed amendments to draft joint status report. (.30) Revise edits to Title VI Informative Motion (.30)	2.70	290.00	783.00
6/05/18	CGB	209	Analyze Plaintiff's case management position statement at Docket No. 40.	.30	330.00	99.00
6/05/18	HDB	210	Analyze statement of its position concerning case management by Siemens and proposed order. (.20) Draft e-mail regarding alternatives to potential response. (.20)	.40	290.00	116.00
6/06/18	DJP	203	Contact personnel at the clerk's office in order to inquire on status of transcript for the hearing held on 5/29.	.30	180.00	54.00
6/07/18	DJP	203	Review the transcripts from the hearing held on 5/29.	.50	180.00	90.00
6/08/18	CGB	209	Review order at docket no. 43 to analyze court's decision denying without prejudice Plaintiff's request for an expedited briefing schedule.	.10	330.00	33.00
6/08/18	HDB	212	Tel. conf. E. Barak concerning possible issue with supplies of materials by Siemens to HTA. (.20) Draft e-mail to Juan Maldonado. (.10)	.30	290.00	87.00
6/11/18	CGB	202	Analyze T. Mungovan's query seeking guidance under Puerto Rico law regarding potential legal implications of Siemens' refusal to deal with HTA while a dispute is pending over the escrow.	.20	330.00	66.00
6/11/18	HDB	212	Participate in conference call with counsel for Siemens, AAFAF and HTA.	.50	290.00	145.00
6/12/18	CGB	202	Follow-up Conf. with G. Miranda to discuss initial findings and develop legal strategy for Draft memorandum discussing potential legal implications of Siemens' refusal to deal with HTA while a dispute is pending over the escrow under Puerto Rico law.	.20	330.00	66.00

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6/12/18	GM	209	Analyze (.40) and Shepardized (.10) leading case under PR's antitrust statute.	.50	145.00	72.50
6/12/18	MMB	219	Docket court notice received by email dated June 8, 2018, regarding transcript of June 6, 2018 hearing - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
6/12/18	MMB	219	Docket court notice received by email dated June 11, 2018, regarding transcript of May 29, 2018 hearing - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
6/13/18	HDB	212	Revise Siemens' proposal for briefing order.	.20	290.00	58.00
6/13/18	GM	209	Analyze nature and scope of PR antitrust act in order to ascertain proscribed conduct therein.	.20	145.00	29.00
6/13/18	GM	209	Legal research regarding test employed by courts to determine whether a violation of antitrust laws has occurred.	.30	145.00	43.50
6/13/18	GM	209	Legal research under state law to ascertain whether the State's treated, differently, when participating in the commercial market.	.50	145.00	72.50
6/13/18	GM	209	Legal research regarding contractual freedom under PR laws.	.40	145.00	58.00
6/13/18	GM	209	Legal research regarding whether refusing to enter into an agreement or to provide services can be deemed a violation of the automatic stay under PROMESA.	.50	145.00	72.50
6/13/18	GM	209	Analyze Dooyang, 147 F.3d 47 (1998), in order to verify analysis employed by the First Circuit to find leverage conduct an unfair practice.	.30	145.00	43.50
6/13/18	GM	209	Started Draft legal memorandum regarding leverage and unfair or deceptive acts.	1.50	145.00	217.50
6/13/18	GM	209	Continued draft of legal memorandum regarding leverage and unfair or deceptive acts.	.80	145.00	116.00
6/14/18	CGB	202	Revise Draft memorandum from G. Miranda regarding Puerto Rico unfair trade practices statutory scheme and potential applicability to Siemens' possible refusal to deal with HTA while a dispute is pending over the escrow under Puerto Rico law.	.20	330.00	66.00
6/14/18	CGB	202	Review Puerto Rico law unfair trade practices statute and interpretative case law to consider impact upon Siemens potential refusal to deal with HTA.	.70	330.00	231.00

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6/15/18	CGB	202	Edit Draft memo on potential claim of unfair trade practices impacting HTA to recommend additional avenues for investigation by G. Miranda.	1.10	330.00	363.00
6/15/18	HDB	212	Review proposed Title VI Timeline (.2) and analyze impact on scheduling issues for motion to dismiss (.1)	.30	290.00	87.00
6/15/18	GM	209	Research for updated regulation of DOJ-PR regarding local delimitation of unfair trade practices.	.20	145.00	29.00
6/15/18	GM	209	Plan and prepare with C. Garcia for legal memorandum regarding Siemens' refusal to deal under antitrust laws.	.50	145.00	72.50
6/18/18	HDB	212	Revise issues regarding briefing schedule for pending Motion to Dismiss,	.20	290.00	58.00
6/19/18	HDB	210	Analyze Siemens Transportation Partnership Puerto Rico, S.E.'s Omnibus Memorandum of Law in Response to Motions to Dismiss filed by Defendants	.70	290.00	203.00
6/19/18	GM	209	Finalize legal memorandum regarding leverage under PR antitrust statute.	3.80	145.00	551.00
6/20/18	CGB	202	Review key Puerto Rico statutory provisions on unfair trade practices. (.80) Edit memorandum setting forth analysis of alternate remedies under such provisions as potentially applicable to Siemens leveraging conduct. (1.10)	1.90	330.00	627.00
6/20/18	HDB	210	Analyze memorandum of law regarding anti-trust claims for refusal to deal. (.40) Review Outline of Reply to Motion to Dismiss. (.30)	.70	290.00	203.00
6/20/18	GM	209	Edited memorandum analyzing leverazing conduct to added section violation of the automatic stay analysis.	2.60	145.00	377.00
6/21/18	CGB	209	Edit the first draft of the reply memorandum of law of the FOMB/HTA in support of motion to dismiss plaintiff's adversary complaint pursuant to Fed. R. Civ. P. 12(b)(6).	.60	330.00	198.00
6/21/18	CGB	202	Final revisions to memorandum setting forth analysis of alternate remedies potentially applicable to Siemens leveraging conduct. (.90) Draft email to T. Mungovan forwarding same. (.20)	1.10	330.00	363.00
6/21/18	CGB	209	Review first draft of reply to Plaintiff's opposition to dismissal. (.60) Forward comments to same to A. Skellet. (.10)	.70	330.00	231.00

Bill #: 328946

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6/21/18	HDB	210	Edit draft memorandum on refusal to deal and stay violation.	.30	290.00	87.00
6/21/18	HDB	210	Analyze Siemens' objections to briefing proposal. (.20) Revise draft reply to opposition to motion to dismiss (.40)	.60	290.00	174.00
6/21/18	GM	209	Edit legal memorandum regarding refusal to deal. Incorporate comments from H. Bauer and C. Garcia.	1.80	145.00	261.00
6/22/18	CGB	209	Analyze GDB's proposed Title VI schedule to evaluate potential impact upon current Siemens adversary proceeding.	.10	330.00	33.00
6/25/18	CGB	209	Revise second Draft version of the Reply Memorandum Of Law in Support of Motion to Dismiss Plaintiff's Adversary Complaint Pursuant To Fed. R. Civ. P. 12(B)(6) as to the FOMB and debtor HTA.	.80	330.00	264.00
6/25/18	CGB	209	Review the GDB's draft Informative Motion and Requesting Leave To Tender a Reply To Siemens Transportation Partnership, S.E.'s Omnibus Memorandum of Law In Response to the Motions to Dismiss Filed By Defendants.	.10	330.00	33.00
6/25/18	CGB	209	Review AAFAF's draft Reply To Siemens Transportation Partnership, S.E.'s Omnibus Memorandum of Law In Response to the Motions to Dismiss Filed By Defendants.	.20	330.00	66.00
6/25/18	CGB	209	Draft the FOMB/HTA motion seeking leave and tendering reply to Siemens Transportation Partnership, S.E.'s Omnibus Memorandum of Law In Response to the Motions to Dismiss Filed By Defendants.	.60	330.00	198.00
6/25/18	CGB	209	Draft email to Presiding Judge forwarding courtesy copy of the Motion Seeking Leave to Submit a Reply in Support of the Motion to Dismiss Plaintiff's Adversary Complaint filed on behalf of the Oversight Board, as representative of the HTA and tendering such reply as Exhibit A of such motion.	.10	330.00	33.00
6/25/18	PAG	206	File the Motion Seeking Leave to Submit a Reply in Support of the Motion to Dismiss Plaintiff's Adversary Complaint, with enclosures.	.30	170.00	51.00
6/28/18	PAG	206	File the Reply to Siemens' Omnibus Memorandum of Law in Response to Motions to Dismiss.	.20	170.00	34.00

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6/28/18	PAG	206	Draft e-mail to the Honorable Judge Swain and the Honorable Mag. Judge Dein including a courtesy copy of the Reply to Siemens' Omnibus Memorandum of Law in Response to Motions to Dismiss.	.10	170.00	17.00
6/28/18	MMB	219	Docket court notice received by email dated June 28, 2018, regarding order dkt. 56 on dkt. 52 Informative motion and request for leave and dkt. 53 motion for leave to file case law in the Spanish language, certified translations - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50

TOTAL PROFESSIONAL SERVICES \$ 8,292.00

VOLUME DISCOUNT \$ -829.20

NET PROFESSIONAL SERVICES: \$ 7,462.80

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
CARLA GARCIA BENITEZ	9.20	330.00	3,036.00
HERMANN BAUER	10.00	290.00	2,900.00
DANIEL J. PEREZ REFOJOS	1.10	180.00	198.00
PAULA A. GONZALEZ MONTALVO	.60	170.00	102.00
GABRIEL MIRANDA	13.90	145.00	2,015.50
MILAGROS MARCANO BAEZ	.30	135.00	40.50
Total	35.10		\$ 8,292.00

EXPENSES

Date	Description	Amount
6/06/18	AIRFARE EXPENSE TO BOSTON ON MAY 26,2018 TO ATTEND HEARING RE: 18-ap-0030-HDB	496.80

TOTAL REIMBURSABLE EXPENSES \$ 496.80

TOTAL THIS INVOICE \$ 7,959.60

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.¹

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION
AUTHORITY,

Debtor.

-----X

**COVER SHEET TO FIFTEENTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY FOR THE PERIOD OF
JULY 1, 2018 THROUGH JULY 31, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	July 1, 2018 through July 31, 2018
Amount of compensation sought as actual, reasonable and necessary:	\$6,049.80
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$0.00
Total amount for this invoice:	\$6,049.80

This is a: X monthly ___ interim ___ final application

This is O&B's fifteenth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for July 2018.

/s/ Jaime A. El Koury
Jaime A. El Koury
General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On August 30, 2018 sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
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Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhlund, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

Counsel for PR Fiscal Agency and Financial Advisory Authority:

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico

Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite 1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq., aaneses@cstlawpr.com

Counsel for the Official Committee of Retired Employees:

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequiera, Esq., ajb@bennazar.org

Jenner & Block LLP
919 Third Ave
New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteeg@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of
Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant
Secretary of Central Accounting,
Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary
of Internal Revenue and Tax Policy
angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Assistant Secretary of Internal
Revenue and Tax Policy,
Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of
the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

<u>HTA TITLE III</u>					
<u>Summary of Legal Fees for the Period July 1 through July 31, 2018</u>					
Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Hermann D. Bauer	Member	Litigation	\$ 290.00	7.60	\$ 2,204.00
Carla Garcia Benitez	Member	Litigation	\$ 330.00	5.60	\$ 1,848.00
Julio Pietrantoni	Member	Corporate	\$ 355.00	1.20	\$ 426.00
Ubaldo M. Fernandez Barrera	Jr. Member	Litigation	\$ 210.00	0.50	\$ 105.00
Paula A. Gonzalez Montalvo	Associate	Litigation	\$ 170.00	6.60	\$ 1,122.00
Daniel J. Perez Refojos	Associate	Litigation	\$ 180.00	2.30	\$ 414.00
Emiliano Trigo Fritz	Associate	Corporate	\$ 200.00	1.60	\$ 320.00
Milagros Marciano Baez	Paralegal	Litigation	\$ 135.00	0.70	\$ 94.50
Vanessa Sanchez	Paralegal	Litigation	\$ 145.00	1.30	\$ 188.50
	Totals			27.40	\$ 6,722.00
	Less: 10% Courtesy discount				\$ (672.20)
SUMMARY OF LEGAL FEES					\$ 6,049.80
<u>HTA TITLE III</u>					
<u>Summary of Disbursements for the Period July 1 through July 31, 2018</u>					
Description - Expenses			Amounts		
			\$		-
	Totals				\$ -
SUMMARY OF DISBURSEMENTS					\$ -

<u>HTA TITLE III</u>			
<u>Summary of Legal Fees for the Period July 1 through July 31, 2018</u>			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
201	Tasks Relating to the Board, its Members, its Staff, its Advisors or its Consultants	1.60	\$ 320.00
203	Hearings and Other Non-filed Communications with the Court	0.20	\$ 58.00
206	Documents Filed on Behalf of the Board	1.30	\$ 317.00
208	Stay Matters	1.10	\$ 319.00
209	Adversary Proceeding	11.70	\$ 2,885.00
210	Analysis and Strategy	3.70	\$ 1,151.00
212	General Administration	2.60	\$ 754.00
218	Employment and Fee Applications	1.80	\$ 278.50
219	Docketing	0.70	\$ 94.50
223	Assumption and Rejection of Leases	0.40	\$ 116.00
224	Fee Applications-O&B	0.50	\$ 105.00
225	Fee Applications-Proskauer	1.80	\$ 324.00
			\$6,722.00
	Less: 10% Courtesy Discount		\$ (672.20)
	TOTALS	27.40	\$ 6,049.80

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$5,444.82, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$5,444.82.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

O'NEILL & BORGES LLC

August 3, 2018

FOMB IN RE HTA TITLE III

RE: GENERAL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MUNDY RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

August 3, 2018
Bill #: 330950
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending July 31, 2018:

Client.Matter: P1703 - 0

RE: GENERAL

Total Professional Services	\$ 2,420.00
Less Discount	<u>\$ -242.00</u>
Net Professional Services	\$ 2,178.00
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 2,178.00

IN ACCOUNT WITH

250 LAKE MENDOZA DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 0

RE: GENERAL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
7/02/18	HDB	208	Review Stay Relief Notice for Puerto Rico Highways and Transportation Authority v. Finca Matilde, Inc., civil case no. KEF2004-00377. (.20) Draft e-mails regarding same. (.10)	.30	290.00	87.00
7/02/18	UMF	224	Draft twelfth (.30) and thirteenth monthly fee applications for the months of April and May in the HTA's Title III case. (.20)	.50	210.00	105.00
7/05/18	HDB	208	Analyze Lucas Perez Valdivieso Torruellas' Notice of Intent to move to stay relief. (.20) Analyze Tallaboa Industrial Development's stay relief notice. (.20) Draft e-mails to Proskauer regarding same. (.10)	.50	290.00	145.00
7/06/18	MMB	219	Docket court notice received by email dated July 6, 2018, regarding order dkt. 460 granting dkt. 459 urgent motion for extension of deadlines - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
7/06/18	VS	218	As requested by U. Fernandez compile Exhibits for the April 2018 monthly fee application for HTA Title III Case No. 17-3567.	.50	145.00	72.50
7/09/18	VS	218	As requested by U. Fernandez Exhibits for the compile May 2018 monthly fee application for HTA Title III Case No. 17-3567.	.50	145.00	72.50
7/10/18	HDB	223	Draft e-mails to Proskauer regarding proposed Stipulation for the HTA Motions to Compel Assumption of Contracts. (.20) Review to Proskauer proposed edits from the Proskauer team. (.10) Draft e-mail regarding same. (.10)	.40	290.00	116.00
7/10/18	ETF	201	Analyze questions by McKinsey regarding HTA best interest test.	.40	200.00	80.00

Bill #: 330950

August 3, 2018

7/10/18	ETF	201	Tel. conf. with Proskauer (E. Barak) and McKinsey regarding HTA best interest test issues.	.60	200.00	120.00
7/10/18	MMB	219	Docket court notice received by email dated July 10, 2018 regarding order dkt. 461 granting 7-day time extension sought by motion dkt. 3461 in case 17-283 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
7/12/18	HDB	212	Follow-up on status of Stipulation with counsel for HTA Movants. (.2) Draft e-mail to Proskauer regarding same. (.10) Review comments from counsel for movants to Exhibit A. (.20) Draft e-mail to Proskauer regarding the same. (.10)	.60	290.00	174.00
7/12/18	VS	218	As requested by U. Fernandez, compile Exhibit B Part 3 for Third Interim Fee Application for P 1703 Case No. 17-3567.	.30	145.00	43.50
7/13/18	HDB	212	Finalize filing of Stipulation to Resolve Motions to Compel.	.30	290.00	87.00
7/13/18	MMB	219	Docket court notice received by email dated July 13, 2018, regarding order on motion dkt. 462 for extension of deadlines in connection with Autonomous Municipality of Ponce's MLS 3019 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
7/16/18	HDB	212	Revise draft notice of filing stipulation. (.20) Follow-up with AAFAF regarding approval of draft Stipulation. (.10) Draft e-mail to Proskauer regarding status of Stipulation. (.10) Finalize on Stipulation. (.30)	.70	290.00	203.00
7/16/18	DJP	225	Finalize the Third Interim Fee Application of Proskauer Rose LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Attorneys for the Financial Oversight and Management Board for Puerto Rico, as Representative of the Debtors, the Puerto Rico Highways & Transportation Authority, for the Period February 1, 2018 Through May 31, 2018, in anticipation of its filing.	.40	180.00	72.00

Bill #: 330950

August 3, 2018

7/16/18	DJP	225	Review all exhibits to be filed in support of Third Interim Fee Application of Proskauer Rose LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Attorneys for the Financial Oversight and Management Board for Puerto Rico, as Representative of the Debtors, the Puerto Rico Highways & Transportation Authority, for the Period February 1, 2018 Through May 31, 2018, in anticipation of its filing.	.40	180.00	72.00
7/16/18	DJP	225	Finalize the Notice of filing of Third Interim Fee Application of Proskauer Rose LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Attorneys for the Financial Oversight and Management Board for Puerto Rico, as Representative of the Debtors, the Puerto Rico Highways & Transportation Authority, for the Period February 1, 2018 Through May 31, 2018, in anticipation of its filing.	.40	180.00	72.00
7/16/18	DJP	225	File the Third Interim Fee Application of Proskauer Rose LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Attorneys for the Financial Oversight and Management Board for Puerto Rico, as Representative of the Debtors, the Puerto Rico Highways & Transportation Authority, for the Period February 1, 2018 Through May 31, 2018, and supporting exhibits, through the court's electronic filing system.	.20	180.00	36.00
7/16/18	DJP	225	File the Notice of filing of the Third Interim Fee Application of Proskauer Rose LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Attorneys for the Financial Oversight and Management Board for Puerto Rico, as Representative of the Debtors, the Puerto Rico Highways & Transportation Authority, for the Period February 1, 2018 Through May 31, 2018, and supporting exhibits, through the court's electronic filing system.	.20	180.00	36.00

Bill #: 330950

August 3, 2018

7/16/18	DJP	225	Draft email to Prime Clerk LLC requesting service of the Third Interim Fee Application of Proskauer Rose LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Attorneys for the Financial Oversight and Management Board for Puerto Rico, as Representative of the Debtors, the Puerto Rico Highways & Transportation Authority, for the Period February 1, 2018 Through May 31, 2018, and corresponding notice.	.20	180.00	36.00
7/16/18	DJP	218	Finalize the Third Interim Fee Application of McKinsey & Company, Inc. Washington D.C. as Consulting Services Provider to the Financial Oversight and Management Board for Puerto Rico, as Representative of Debtors, the Puerto Rico Highway and Transportation Authority ("HTA"), for the Period from February 1, 2018 through May 31, 2018, in anticipation of its filing.	.30	180.00	54.00
7/16/18	DJP	218	File the Third Interim Fee Application of McKinsey & Company, Inc. Washington D.C. as Consulting Services Provider to the Financial Oversight and Management Board for Puerto Rico, as Representative of Debtors, the Puerto Rico Highway and Transportation Authority ("HTA"), for the Period from February 1, 2018 through May 31, 2018, through the court's electronic filing system.	.20	180.00	36.00
7/18/18	HDB	208	Review stay relief motion filed by Martami, Inc. (.2) Draft e-mails regarding same (.1)	.30	290.00	87.00
7/20/18	JP	210	Analyze insurance agreements relating to HTA bond issuances at the request of Proskauer.	1.20	355.00	426.00
7/20/18	MMB	219	Docket court notice received by email dated July 20, 2018, regarding order dkt. Granting time extension to respond to Autonomous Municipality of Ponce's MLS dkt. 3019 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
7/26/18	ETF	201	Verify insurance agreements of HTA bonds. (.40) Draft e-mail to Proskauer forwarding same. (.20)	.60	200.00	120.00
7/26/18	MMB	219	Docket court notice received by email dated July 27, 2018, regarding transcript of July 25, 2018 hearing - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50

TOTAL PROFESSIONAL SERVICES

\$ 2,420.00

Bill #: 330950

August 3, 2018

Less Discount \$ -242.00

NET PROFESSIONAL SERVICES: \$ 2,178.00

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
JULIO PIETRANTONI	1.20	355.00	426.00
HERMANN BAUER	3.10	290.00	899.00
UBALDO M. FERNANDEZ BARRERA	.50	210.00	105.00
DANIEL J. PEREZ REFOJOS	2.30	180.00	414.00
EMILIANO TRIGO FRITZ	1.60	200.00	320.00
MILAGROS MARCANO BAEZ	.50	135.00	67.50
VANESSA SANCHEZ	1.30	145.00	188.50
Total	10.50		\$ 2,420.00

TOTAL THIS INVOICE \$ 2,178.00

O'NEILL & BORGES LLC

August 3, 2018

FOMB IN RE HTA TITLE III

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MUNDY RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

August 3, 2018
Bill #: 330951
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending July 31, 2018:

Client.Matter: P1703 - 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Total Professional Services	\$ 348.00
VOLUME DISCOUNT	<u>\$ -34.80</u>
Net Professional Services	\$ 313.20
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 313.20

O'NEILL & BORGES LLC

Client.Matter: P1703 . 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
7/09/18	HDB	210	Analyze Appellee's Brief in appeal 17-2165/2166.	1.20	290.00	348.00

TOTAL PROFESSIONAL SERVICES \$ 348.00

VOLUME DISCOUNT \$ -34.80

NET PROFESSIONAL SERVICES: \$ 313.20

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
HERMANN BAUER	1.20	290.00	348.00
Total	1.20		\$ 348.00

TOTAL THIS INVOICE \$ 313.20

O'NEILL & BORGES LLC

August 3, 2018

FOMB IN RE HTA TITLE III

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MUNDY RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

August 3, 2018
Bill #: 330952
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending July 31, 2018:

Client.Matter: P1703 - 805

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

Total Professional Services	\$ 3,954.00
VOLUME DISCOUNT	<u>\$ -395.40</u>
Net Professional Services	\$ 3,558.60
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 3,558.60

IN ACCOUNT WITH

250 LAKE MICHIGAN DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 805

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
7/03/18	CGB	209	Analyze Plaintiff Siemens' urgent motion for leave to tender a sur-reply, (.10) with enclosed tendered sur-reply. (.30)	.40	330.00	132.00
7/03/18	HDB	210	Analyze e-mails from Proskauer regarding issues raised by request for provisional remedies against GDB. (.20) Review Sur-Reply Brief. (.30)	.50	290.00	145.00
7/05/18	CGB	209	Tel. conf. with J. Aponte, E. Barak, Ehud, M. Dale, A. Skellet, S. Ma and HTA's counsel J. Maldonado regarding Siemens' request for HTA to execute settlement between AIG/Chartis and its potential impact upon on-going adversary proceeding.	.50	330.00	165.00
7/05/18	CGB	209	Analyze Confidential Agreement and Release between AIG, Siemens and HTA forwarded by Siemens for HTA consideration. (.40) Analyze judgment dismissing claim against the Commonwealth in civil action filed by AIG against Siemens and HTA in 2013. (.20) Draft email summarizing its contents for M. Dale and E. Barak. (.10)	.70	330.00	231.00
7/05/18	CGB	209	Tel. conf. with counsel for HTA J. Maldonado to request background documents on prior civil actions mentioned in the Draft Confidential Agreement and Release between AIG, Siemens and HTA.	.30	330.00	99.00
7/05/18	CGB	209	Draft Follow-up email to HTA counsel J. Maldonado setting forth list of necessary legal documents for analysis of the proposed release between AIG, Siemens and HTA.	.30	330.00	99.00

Bill #: 330952

August 3, 2018

7/09/18	CGB	209	Analyze Chartis/AIG 2009 complaint against Siemens and HTA, with its various enclosures, to ascertain potential impact of proposed release of Chartis claim upon on-going adversary proceeding.	.70	330.00	231.00
7/09/18	CGB	209	Revise English summary of Exhibit 1 to the Chartis/AIG 2009 complaint against Siemens, the 2003 complaint filed by Siemens against HTA.	.40	330.00	132.00
7/09/18	CGB	209	Draft email to M. Dale, E. Barak, S. Ma and A. Skellet forwarding English summary of the 2003 complaint filed by Siemens against HTA and summarizing related documents.	.20	330.00	66.00
7/09/18	PAG	209	Analyze Siemens' complaint against the PR Highways and Transportation Authority, et al., Civil. No. KAC03-8807, to ascertain the scope of the proposed release of the claims raised in the same.	1.20	170.00	204.00
7/09/18	PAG	209	Draft an English summary of Siemens' complaint against the PR Highways and Transportation Authority, et al., Civil. No. KAC03-8807, to ascertain the scope of the proposed release of the claims raised in the same.	1.70	170.00	289.00
7/09/18	PAG	209	Analyze Chartis' complaint against Siemens, et al., Civil. No. KAC09-1595, to ascertain the scope of the proposed release of the claims.	1.80	170.00	306.00
7/09/18	PAG	209	Draft an English summary of Chartis' complaint against Siemens, et al., Civil. No. KAC09-1595, to ascertain the scope of the proposed release of the claims.	1.40	170.00	238.00
7/10/18	CGB	209	Revise English summary of Chartis/AIG allegations in complaint against Siemens and HTA. (.20) Draft email forwarding same to Proskauer's E. Barak and M. Dale. (.10) Tel. conf. with E Barak, M. Dale and others to discuss potential implications of the allegations to the proposed release requested by AIG/Chartis as part of its settlement with Siemens. (.30) Brief tel. conf. with HTA's J. Maldonado to discuss agreed to strategy in view thereof. (10)	.70	330.00	231.00

Bill #: 330952

August 3, 2018

7/11/18	CGB	209	Draft proposed footnote to be incorporated to the proposed release requested by Chartis/AIG in order to ensure non of HTA's rights and defenses in adversary proceeding are waived. (.10) Analyze revised version forwarded by S. Ma. (.10) Draft email to J. Maldonado forwarding initial draft of footnote. (.10) Review final version of footnote forwarded by E. Barak. (.10)	.40	330.00	132.00
7/11/18	HDB	212	Review proposal regarding relief as to GDB held funds.	.20	290.00	58.00
7/12/18	HDB	210	Consider issues relative to Siemens' request to hear oral arguments on the Motion to Dismiss on the July 25 Omnibus.	.20	290.00	58.00
7/13/18	HDB	210	Analyze request by counsel to include the Siemens' Motion to Dismiss in July Omnibus. (.10) Discuss potential responses with Proskauer. (.20)	.30	290.00	87.00
7/16/18	HDB	212	Review e-mail by Siemens' counsel reiterating request for motions to be heard on July 25. (.10) Draft response thereto. (.10) Related Sign-off on Stipulation and notice. (.20)	.40	290.00	116.00
7/18/18	HDB	203	Review Order directing the filing of a status report to be discussed at the Omnibus Hearing.	.20	290.00	58.00
7/18/18	MMB	219	Docket court notice received by email dated July 18, 2018, regarding deadline to file joint status report - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
7/19/18	HDB	212	Participate in meet and confer on with Siemens counsel and counsel for other defendants Joint Status Report.	.40	290.00	116.00
7/23/18	CGB	209	Draft email forwarding the draft of the Joint Status report on pending scheduling issues to HTA's representative J. Maldonado. (.20) Brief tel. conf. with J. Maldonado to confirm his acquiescence to the schedule proposed by GDB. (.10)	.30	330.00	99.00
7/23/18	CGB	209	Exchange emails with GDB's M.D. Trelles and Proskauer's M. Dale to confirm HTA's acquiescence with the proposed schedule set forth in the Draft Joint Report.	.30	330.00	99.00
7/23/18	CGB	209	Draft email to all counsel of record appearing in the Draft Joint Status Report setting forth edits required by the FOMB to join same.	.20	330.00	66.00

Bill #: 330952

August 3, 2018

7/23/18	CGB	209	Revise Joint Status Report filed by GDB counsel at Docket No. 066 to ensure it comports with the final version approved by FOMB counsel.	.20	330.00	66.00
7/23/18	HDB	206	Review GDB's proposed Title VI schedule for purposes of status report. (.20) Review Siemens' proposed schedule. (.20) Exchange e-mails with Proskauer regarding same. (.20) Sign-off on Joint Status Report. (.20)	.80	290.00	232.00
7/23/18	PAG	206	Send e-mail to the Honorable Judge Swain and Honorable Mag. Judge Dein enclosing a courtesy copy of the joint status report.	.30	170.00	51.00
7/23/18	PAG	206	Send e-mail to Prime Clerk LLC requesting service of the joint status report.	.20	170.00	34.00
7/24/18	HDB	210	Review proposal regarding discovery pending Title VI proceeding. (.20) Draft e-mail regarding same. (.10)	.30	290.00	87.00
7/26/18	MMB	219	Docket court notice received by email dated July 27, 2018, regarding transcript of July 25, 2018 hearing - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50

TOTAL PROFESSIONAL SERVICES \$ 3,954.00

VOLUME DISCOUNT \$ -395.40

NET PROFESSIONAL SERVICES: \$ 3,558.60

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
CARLA GARCIA BENITEZ	5.60	330.00	1,848.00
HERMANN BAUER	3.30	290.00	957.00
PAULA A. GONZALEZ MONTALVO	6.60	170.00	1,122.00
MILAGROS MARCANO BAEZ	.20	135.00	27.00
Total	15.70		\$ 3,954.00

TOTAL THIS INVOICE \$ 3,558.60

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.¹

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION
AUTHORITY,

Debtor.

-----X

**COVER SHEET TO SIXTEENTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY FOR THE PERIOD OF
AUGUST 1, 2018 THROUGH AUGUST 31, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	August 1, 2018 through August 31, 2018
Amount of compensation sought as actual, reasonable and necessary:	\$4,972.05
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$0.00
Total amount for this invoice:	\$4,972.05

This is a: X monthly ___ interim ___ final application

This is O&B's sixteenth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for August 2018.

/s/ Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On October 22, 2018 sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhlund, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

Counsel for PR Fiscal Agency and Financial Advisory Authority:

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico

Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite 1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq., aaneses@cstlawpr.com

Counsel for the Official Committee of Retired Employees:

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequeira, Esq., ajb@bennazar.org

Jenner & Block LLP
919 Third Ave
New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteeg@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting, Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Assistant Secretary of Internal Revenue and Tax Policy, Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

<u>HTA TITLE III</u>					
<u>Summary of Legal Fees for the Period August 1 through August 31, 2018</u>					
Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Hermann D. Bauer	Member	Litigation	\$ 290.00	8.90	\$ 2,581.00
Jose R. Cacho	Member	Corporate	\$ 340.00	1.20	\$ 408.00
Carla Garcia Benitez	Member	Litigation	\$ 330.00	6.10	\$ 2,013.00
Ubaldo M. Fernandez Barrera	Jr. Member	Litigation	\$ 210.00	0.60	\$ 126.00
Daniel J. Perez Refojos	Associate	Litigation	\$ 180.00	0.90	\$ 162.00
Milagros Marcano Baez	Paralegal	Litigation	\$ 135.00	1.20	\$ 162.00
Vanessa Sanchez	Paralegal	Litigation	\$ 145.00	0.50	\$ 72.50
	Totals			19.40	\$ 5,524.50
	Less: 10% Courtesy discount				\$ (552.45)
SUMMARY OF LEGAL FEES					\$ 4,972.05
<u>HTA TITLE III</u>					
<u>Summary of Disbursements for the Period August 1 through August 31, 2018</u>					
Description - Expenses			Amounts		
			\$		-
	Totals				\$ -
SUMMARY OF DISBURSEMENTS					\$ -

<u>HTA TITLE III</u>			
<u>Summary of Legal Fees for the Period August 1 through August 31, 2018</u>			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
206	Documents Filed on Behalf of the Board	2.50	\$ 634.00
208	Stay Matters	0.70	\$ 203.00
209	Adversary Proceeding	7.30	\$ 2,353.00
210	Analysis and Strategy	5.10	\$ 1,539.00
212	General Administration and Governance	1.50	\$ 435.00
218	Employment and Fee Applications	0.20	\$ 29.00
219	Docketing	1.20	\$ 162.00
224	Fee Applications-O&B	0.90	\$ 169.50
			\$ 5,524.50
	Less: 10% Courtesy Discount		\$ (552.45)
	TOTALS	19.40	\$ 4,972.05

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$4,474.85, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$4,474.85.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

O'NEILL & BORGES LLC

September 5, 2018

FOMB IN RE HTA TITLE III

RE: GENERAL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

September 5, 2018
Bill #: 333140
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
August 31, 2018:

Client.Matter: P1703 - 0

RE: GENERAL

Total Professional Services	\$ 1,538.00
Less Discount	<u>\$ -153.80</u>
Net Professional Services	\$ 1,384.20
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 1,384.20

IN ACCOUNT WITH

250 LAKE MENDOZA DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 0

RE: GENERAL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
8/02/18	MMB	219	Docket court notice dkt. 477 received by email dated August 2, 2018, regarding new briefing schedule on motion for relief from stay dkt. 3614 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/08/18	UMF	224	Draft fourteenth monthly fee application for the Title III Case for HTA for the month June 2018.	.30	210.00	63.00
8/09/18	VSN	218	As requested by U. Fernandez, compile June 2018 monthly fee application for HTA Title III Case No. 17-3567.	.20	145.00	29.00
8/10/18	MMB	219	Docket court notice dkt. 481 received by email dated August 9, 2018, regarding deadline to file opposition papers, replies, in relation with motion for relief from stay dkt. 3614 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/10/18	MMB	219	Docket court notice dkt. 482 received by email dated August 9, 2018 regarding deadline to file response to Autonomous Municipality of Ponce's motion for hearing and reply dkt. 3736 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/17/18	HDB	210	Analyze Opinion and Order in 17-ap-213 (1.00) and analyze impact on potential challenge of HTA bonds. (.30)	1.30	290.00	377.00
8/20/18	HDB	208	Review Motion for Relief from the Automatic Stay filed by Jorge Lucas Perez Valdivieso. (.20) Review AAFAF's recommendation regarding the same. (.20)	.40	290.00	116.00
8/20/18	HDB	208	Review Stay Relief Motion filed by Tallaboa Industrial Development, Inc. (.20) Draft e-mails regarding the same. (.10)	.30	290.00	87.00

Bill #: 333140

September 5, 2018

8/21/18	JRC	210	Review UCC-1s and UCC-3s filed for HTA 68 Resolution and 98 Resolution bonds. (.50) Analyze impact of Judge Swain's decision on ERS lien on similar security interest issue for HTA bonds. (.70)	1.20	340.00	408.00
8/21/18	MMB	219	Update MLS chart as of 8/20/2018, to include motion for relief from stay filed by Jorge Lucas Pérez Valdivieso, dkt. 284.	.10	135.00	13.50
8/21/18	MMB	219	Update MLS chart as of 8/21/2018, to include certificate of service 3788 and 316 in case 17-03566.	.10	135.00	13.50
8/21/18	MMB	219	Docket court notice received by email dated August 21, 2018, regarding briefing schedule on dkt. 484, motion for relief from stay - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/21/18	MMB	219	Update MLS chart as of 8/21/2018, to include order scheduling briefing on MLS dkt. 484 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/21/18	MMB	219	Update MLS chart as of 8/21/2018, to include order scheduling briefing on MLS dkt. 486 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/22/18	HDB	210	Review issues legal regarding sufficiency of financing statements in the context of the Court's ERS decision on perfection.	.70	290.00	203.00
8/28/18	MMB	219	Update MLS chart as of August 28, 2018, regarding order dkt. 489 setting briefing schedule on motion for relief from stay 485.	.10	135.00	13.50
8/28/18	MMB	219	Docket court notice received by email dated August 22, 2018, regarding order dkt. 489 setting briefing schedule - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/28/18	MMB	219	Docket court notice received by email dated August 27, 2018, regarding order dkt. 491 on second urgent motion for extension of deadlines dkt. 482 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/29/18	UMF	224	Draft monthly fee application for July 2018 in the Title III Case of the HTA.	.30	210.00	63.00
8/29/18	VSN	224	As requested by U. Fernandez, compile July 2018 monthly fee application for HTA Title III Case No. 17-3567.	.30	145.00	43.50

TOTAL PROFESSIONAL SERVICES

\$ 1,538.00

Bill #: 333140

September 5, 2018

Less Discount \$ -153.80

NET PROFESSIONAL SERVICES: \$ 1,384.20

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
JOSE R. CACHO	1.20	340.00	408.00
HERMANN BAUER	2.70	290.00	783.00
UBALDO M. FERNANDEZ BARRERA	.60	210.00	126.00
MILAGROS MARCANO BAEZ	1.10	135.00	148.50
VANESSA SANCHEZ	.50	145.00	72.50
Total	6.10		\$ 1,538.00

TOTAL THIS INVOICE \$ 1,384.20

O'NEILL & BORGES LLC

September 5, 2018

FOMB IN RE HTA TITLE III

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

September 5, 2018
Bill #: 333142
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending August 31, 2018:

Client.Matter: P1703 - 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

Total Professional Services	\$ 319.00
VOLUME DISCOUNT	<u>\$ -31.90</u>
Net Professional Services	\$ 287.10
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 287.10

IN ACCOUNT WITH

250 LAKE MIDDLE RIVER RD SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 801

RE: 17-00151-LTS PEAJE INVESTMENT, LLC V. PR HTA ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
8/08/18	HDB	210	Analyze First Circuit Opinion and Order affirming Title III denial of Preliminary Injunction and stay relief. (.90) Draft e-mail outlining legal issues in this Opinion and Order. (.20)	1.10	290.00	319.00

TOTAL PROFESSIONAL SERVICES \$ 319.00

VOLUME DISCOUNT \$ -31.90

NET PROFESSIONAL SERVICES: \$ 287.10

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
HERMANN BAUER	1.10	290.00	319.00
Total	1.10		\$ 319.00

TOTAL THIS INVOICE \$ 287.10

O'NEILL & BORGES LLC

September 5, 2018

FOMB IN RE HTA TITLE III

RE: 17-00156-LTS ASSURED GUARANTY V. COMM. OF P.R. ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MICHIGAN DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

September 5, 2018
Bill #: 333143
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending August 31, 2018:

Client.Matter: P1703 - 802

RE: 17-00156-LTS ASSURED GUARANTY V. COMM. OF P.R. ET AL-CGB

Total Professional Services	\$ 175.50
VOLUME DISCOUNT	<u>\$ -17.55</u>
Net Professional Services	\$ 157.95
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 157.95

O'NEILL & BORGES LLC

250 LAKE MICHIGAN DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1703 . 802

RE: 17-00156-LTS ASSURED GUARANTY V. COMM. OF P.R. ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
8/10/18	MMB	219	Docket court notice received by email dated August 9, 2018, regarding deadline for appellants to file nine paper copies of reply brief in case 18-1165 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
8/20/18	DJP	206	Draft notice of appearance to be filed on behalf of H. Bauer through the First Circuit's electronic filing platform.	.60	180.00	108.00
8/20/18	DJP	206	File the notice of appearance on behalf of H. Bauer through the First Circuit's electronic filing platform.	.30	180.00	54.00

TOTAL PROFESSIONAL SERVICES \$ 175.50

VOLUME DISCOUNT \$ -17.55

NET PROFESSIONAL SERVICES: \$ 157.95

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
DANIEL J. PEREZ REFOJOS	.90	180.00	162.00
MILAGROS MARCANO BAEZ	.10	135.00	13.50
Total	1.00		\$ 175.50

TOTAL THIS INVOICE \$ 157.95

O'NEILL & BORGES LLC

September 5, 2018

FOMB IN RE HTA TITLE III

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

September 5, 2018
Bill #: 333144
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending August 31, 2018:

Client.Matter: P1703 - 803

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

Total Professional Services	\$ 638.00
VOLUME DISCOUNT	<u>\$ -63.80</u>
Net Professional Services	\$ 574.20
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 574.20

O'NEILL & BORGES LLC

Client.Matter: P1703 . 803

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
8/20/18	HDB	206	Revise final draft of appellee's brief. (1.20) Review issues relative to filing of Notice of Appearance. (.20)	1.40	290.00	406.00
8/22/18	HDB	210	Review Creditor's Committee's Appelle Brief.	.80	290.00	232.00

TOTAL PROFESSIONAL SERVICES \$ 638.00

VOLUME DISCOUNT \$ -63.80

NET PROFESSIONAL SERVICES: \$ 574.20

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
HERMANN BAUER	2.20	290.00	638.00
Total	2.20		\$ 638.00

TOTAL THIS INVOICE \$ 574.20

O'NEILL & BORGES LLC

September 5, 2018

FOMB IN RE HTA TITLE III

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

September 5, 2018
Bill #: 333145
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending
August 31, 2018:

Client.Matter: P1703 - 805

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

Total Professional Services	\$ 2,854.00
VOLUME DISCOUNT	<u>\$ -285.40</u>
Net Professional Services	\$ 2,568.60
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 2,568.60

IN ACCOUNT WITH

250 LAKE MICHIGAN DRIVE SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 805

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
8/01/18	HDB	212	Review proposed discovery schedule. (.20) Draft e-mail to Proskauer Team regarding same. (.10)	.30	290.00	87.00
8/09/18	HDB	212	Review amended proposal for discovery timetable circulated by GDB. (.20) Coordinate call with ATA's J. Maldonado. (.10)	.30	290.00	87.00
8/10/18	HDB	212	Review updated proposal by Siemens regarding discovery and briefing schedule.	.30	290.00	87.00
8/15/18	CGB	209	Analyze email exchanges between GDB's and Siemens' counsel regarding proposed discovery and briefing schedule.	.20	330.00	66.00
8/15/18	CGB	209	Tel. conf. with HTA's J. Maldonado to coordinate discussion of the proposed discovery and briefing schedule.	.20	330.00	66.00
8/15/18	CGB	209	Draft email to Proskauer's M. Dale and H. D. Bauer regarding coordination efforts with HTA's J. Maldonado to coordinate discussion of the proposed discovery and briefing schedule.	.20	330.00	66.00
8/15/18	CGB	206	Tel. conf. with HTA's J. Maldonado to confirm viability of Siemens' proposed discovery deadlines as regards HTA.	.10	330.00	33.00
8/15/18	HDB	212	Review Siemens' e -mail regarding discovery schedule (.10) and GDB's response as to the depositions. (.10) Coordinate with C. Garcia follow-up on HTA availability. (.10)	.30	290.00	87.00
8/16/18	CGB	209	Tel. conf. with GDB counsel M. D. Trelles to corroborate current discovery schedule proposal as per Siemens's latest communication.	.10	330.00	33.00

Bill #: 333145

September 5, 2018

8/16/18	CGB	209	Analyze Docket No. 39 to ascertain Siemens' proposed scope of discovery as to HTA.	.10	330.00	33.00
8/16/18	CGB	209	Draft email to HTA's J. Maldonado setting forth expected scope of Siemens' discovery and proposed deadlines for the same.	.30	330.00	99.00
8/16/18	CGB	206	Draft email to M. Dale and H. D. Bauer summarizing discussions with HTA's J. Maldonado regarding viability of Siemens' proposed discovery deadlines as regards HTA.	.10	330.00	33.00
8/16/18	CGB	209	Draft email to GDB counsel setting forth HTA's position on proposed discovery schedule.	.10	330.00	33.00
8/16/18	CGB	209	Monitor email exchanges between GDB counsel and Siemens counsel regarding proposed briefing and discovery schedule.	.30	330.00	99.00
8/16/18	HDB	212	Review e-mails coordination of HTA discovery. (.20) Review GDB's draft response to scheduling proposal. (.10)	.30	290.00	87.00
8/17/18	CGB	209	Brief overview of discovery request served by Siemens to HTA to verify its relationship with the on-going dispute. (.30) Draft email to HTA's J. Maldonado forwarding same. (.10)	.40	330.00	132.00
8/17/18	HDB	209	Review Siemens' discovery served upon (i) HTA (.20) and the FOMB. (.20) Review discovery served by GDB upon Siemens. (.30)	.70	290.00	203.00
8/20/18	CGB	209	Tel. conf. with A. Skellet and M. Dale to discuss the scope of served discovery and coordinate next steps to ensure necessary information is available from FOMB and HTA for a timely response to the same.	.50	330.00	165.00
8/20/18	CGB	209	Brief overview of Siemens Notice of Intent to oppose GDB restructuring via Title IV in civil 18-1561 to ascertain potential legal impact upon on-going adversary proceeding (0.2); Draft email to M. Dale regarding same (0.1).	.30	330.00	99.00
8/20/18	CGB	209	Review GDB production discussing the set-up of the account to fund last HTA settlement payment to Siemens in anticipation of the Draft response of the HTA response to Siemens discovery request.	.40	330.00	132.00

Bill #: 333145

September 5, 2018

8/20/18	CGB	209	Tel. conf. with HTA's J. Maldonado to discuss next steps in the process of identifying potentially responsive documents to the Siemens's discovery request. (.30) Draft Follow-up email to HTAs outside legal advisor J. Viggiano forwarding a copy of the discovery request. (.10)	.40	330.00	132.00
8/21/18	CGB	209	Tel. Conf. with HTA's counsel J. Viggiano to coordinate logistics of potential document production in response to Siemens' discovery.	.50	330.00	165.00
8/21/18	CGB	209	Draft Follow-up email to J. Viggiano forwarding background documents relating to the timing of various key events and confirming next steps.	.10	330.00	33.00
8/22/18	CGB	209	Review transcript of deposition of GDB's Jose Santiago in anticipation of the draft discovery responses in coordination with HTA.	.50	330.00	165.00
8/22/18	CGB	209	Analyze past email exchanges with Siemens counsel to corroborate up-coming discovery deadlines. (.20) Draft email to GDB's counsel regarding same. (.10) Review response thereto confirming schedule. (.20)	.50	330.00	165.00
8/22/18	HDB	209	Tel. conf. with counsel for AAFAF regarding discovery objection deadline. (.20) Review issues regarding the FOMB's position regarding cut-off deadline. (.10)	.30	290.00	87.00
8/24/18	CGB	209	Brief overview of potentially responsive documents received from HTA's J. Viggiano. (.60) Draft email to Proskauer's A. Skellet forwarding same. (.10)	.70	330.00	231.00
8/24/18	HDB	209	Review initial set of documents produced by HTA.	.40	290.00	116.00
8/30/18	CGB	209	Draft Follow-up email to HTA's counsel J. Viggiano to ascertain status of identification of documents potentially responsive to Siemens discovery request.	.10	330.00	33.00

TOTAL PROFESSIONAL SERVICES \$ 2,854.00

VOLUME DISCOUNT \$ -285.40

NET PROFESSIONAL SERVICES: \$ 2,568.60

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
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Bill #: 333145

September 5, 2018

CARLA GARCIA BENITEZ	6.10	330.00	2,013.00
HERMANN BAUER	2.90	290.00	841.00
Total	9.00		\$ 2,854.00

TOTAL THIS INVOICE

\$ 2,568.60

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)

Debtors.¹

-----X

In re: PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of Case No. 17 BK 3567-LTS

PUERTO RICO HIGHWAYS & TRANSPORTATION
AUTHORITY,

Debtor.

-----X

**COVER SHEET TO SEVENTEENTH MONTHLY FEE APPLICATION OF
O'NEILL & BORGES LLC FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS ATTORNEYS TO
THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO
RICO, AS REPRESENTATIVE OF DEBTOR, PUERTO RICO HIGHWAYS &
TRANSPORTATION AUTHORITY FOR THE PERIOD OF
SEPTEMBER 1, 2018 THROUGH SEPTEMBER 30, 2018**

¹ The Debtors in these Title III Cases, along with each Debtor's respective title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four (4) Digits of Federal Tax ID: 3747).

Name of applicant	O'Neill & Borges LLC ("O&B")
Authorized to provide professional services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to PROMESA Section 315(b)
Time period covered by this application:	September 1, 2018 through September 30, 2018
Amount of compensation sought as actual, reasonable and necessary:	\$14,924.70
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$0.00
Total amount for this invoice:	\$14,924.70

This is a: X monthly ___ interim ___ final application

This is O&B's seventeenth monthly fee application in these cases.

Principal Certification

I hereby authorize the submission of this Monthly Fee Statement for September 2018.

/s/ Jaime A. El Koury

Jaime A. El Koury

General Counsel to the Financial Oversight and
Management Board for Puerto Rico

On November 8, 2018 sent to:

Counsel for the Oversight Board:

Proskauer Rose LLP
Eleven Times Square
New York, NY 10036
Attn: Martin J. Bienenstock, Esq.,
mbienenstock@proskauer.com
Ehud Barak, Esq., ebarak@proskauer.com

Proskauer Rose LLP
70 West Madison Street, Chicago, IL 60602
Attn: Paul V. Possinger, Esq.,
ppossinger@proskauer.com

Counsel for AAFAF:

O'Melveny & Myers LLP
Times Square Tower, 7 Times Square
New York, NY 10036
Attn: John J. Rapisardi, Esq., jrapisardi@omm.com
Suzanne Uhlund, Esq., suhland@omm.com
Diana M. Pérez, Esq., dperez@omm.com

Counsel for PR Fiscal Agency and Financial Advisory Authority:

Marini Pietrantoni Muñoz LLC
MCS Plaza Suite 500, 255 Ponce de León Ave.
San Juan, PR 00917
Attn: Luis C. Marini-Biaggi, Esq.,
lmardini@mpmlawpr.com
Carolina Velaz-Rivero, Esq., cvelaz@mpmlawpr.com

Office of the United States Trustee District of PR:

Edif. Ochoa, 500 Tanca Street, Suite 301
San Juan, PR 00901
Re: In re: Commonwealth of Puerto Rico

Counsel for the Official Committee of Unsecured Creditors:

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Luc. A. Despina, Esq.,
lucdespins@paulhastings.com

Casillas, Santiago & Torres, LLC
El Caribe Office Building, 53 Palmeras Street, Suite 1601
San Juan, PR 00901-2419
Attn: Juan J. Casillas Ayala, Esq.,
jcasillas@cstlawpr.com
Alberto J.E. Añeses Negrón, Esq., aaneses@cstlawpr.com

Counsel for the Official Committee of Retired Employees:

Bennazar, García & Millian, C.S.P.
Edificio Union Plaza, PH-A Piso 18, 416 Ave. Ponce de León
Hato Rey, PR 00918
Attn: A.J. Bennazar-Zequiera, Esq., ajb@bennazar.org

Jenner & Block LLP
919 Third Ave
New York NY 10022
Attn: Robert Gordon, Esq., rgordong@jenner.com
Richard Levin, Esq., rlevin@jenner.com

Jenner & Block LLP
353 N. Clark Street
Chicago, IL 60654
Attn: Catherine Steege, Esq., csteeg@jenner.com
Melissa Root, Esq., mroot@jenner.com

PR Department of Treasury:

PO Box 9024140
San Juan, PR 00902-4140
Attn: Reylam Guerra Goderich, Deputy Assistant of Central Accounting, Reylam.Guerra@hacienda.pr.gov
Omar E. Rodríguez-Pérez, CPA, Assistant Secretary of Central Accounting, Rodriguez.Omar@hacienda.pr.gov
Angel L. Pantoja-Rodríguez Deputy Assistant Secretary of Internal Revenue and Tax Policy angel.pantoja@hacienda.pr.gov
Francisco Parés-Alicea, Assistant Secretary of Internal Revenue and Tax Policy, Francisco.pares@hacienda.pr.gov
Francisco Pena Montanez, CPA, Assistant Secretary of the Treasury, Francisco.Pena@hacienda.pr.gov

Counsel for the Fee Examiner:

EDGE Legal Strategies, PSC
252 Ponce de León Av, Citibank Tower, 12th Floor
San Juan, PR 00918
Attn: Eyck O. Lugo, Esq., elugo@edgelegalpr.com

Godfrey & Kahn, S.C.
Onee East Main Street, Suite 500
Madison, WI 53703
Attn: Katherine Stadler, KStadler@gklaw.com

<u>HTA TITLE III</u>					
<u>Summary of Legal Fees for the Period September 1 through September 30, 2018</u>					
Professional	Position/Title	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Hermann D. Bauer	Member	Litigation	\$ 290.00	7.50	\$ 2,175.00
Carla Garcia Benitez	Member	Litigation	\$ 330.00	40.60	\$ 13,398.00
Julio Pietrantoni	Member	Corporate	\$ 355.00	0.40	\$ 142.00
Jorge A. Candelaria	Associate	Corporate	\$ 170.00	0.20	\$ 34.00
Ricardo J. Casellas	Associate	Litigation	\$ 180.00	2.50	\$ 450.00
Paula A. Gonzalez Montalvo	Associate	Litigation	\$ 170.00	0.20	\$ 34.00
Priscila M. Ramirez Segarra	Associate	Corporate	\$ 175.00	0.20	\$ 35.00
Filex E. Rosado	Associate	Labor	\$ 165.00	0.20	\$ 33.00
Emiliano Trigo Fritz	Associate	Corporate	\$ 200.00	0.70	\$ 140.00
Frances Vallejo	Associate	Litigation	\$ 170.00	0.20	\$ 34.00
Milagros Marciano Baez	Paralegal	Litigation	\$ 135.00	0.80	\$ 108.00
	Totals			53.50	\$ 16,583.00
	Less: 10% Courtesy discount				\$ (1,658.30)
SUMMARY OF LEGAL FEES					\$ 14,924.70
<u>HTA TITLE III</u>					
<u>Summary of Disbursements for the Period September 1 through September 30, 2018</u>					
Description - Expenses			Amounts		
			\$		-
	Totals				\$ -
SUMMARY OF DISBURSEMENTS					\$ -

<u>HTA TITLE III</u>			
<u>Summary of Legal Fees for the Period September 1 through September 30, 2018</u>			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
206	Documents Filed on Behalf of the Board	1.50	\$ 411.00
207	Non-Board Court Filings	1.50	\$ 372.00
208	Stay Matters	0.40	\$ 116.00
209	Adversary Proceeding	48.30	\$ 15,283.00
210	Analysis and Strategy	1.00	\$ 293.00
219	Docketing	0.80	\$ 108.00
			\$ 16,583.00
	Less: 10% Courtesy Discount		\$ (1,658.30)
	TOTALS	53.50	\$ 14,924.70

O&B requests payment and reimbursement in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$13,432.23, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount of \$13,432.23.

Professional Certification

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, O'Neill & Borges LLC does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

s/Ubaldo M. Fernández
Ubaldo M. Fernández
O'Neill & Borges LLC
250 Muñoz Rivera Ave., Ste. 800
San Juan, PR 00918-1813
Tel: (787) 282-5786
Fax: (787) 753-8944

Exhibit A

O'NEILL & BORGES LLC

October 3, 2018

FOMB IN RE HTA TITLE III

RE: GENERAL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MENDOZA DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

October 3, 2018
Bill #: 334890
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending September 30, 2018:

Client.Matter: P1703 - 0

RE: GENERAL

Total Professional Services	\$ 381.50
Less Discount	<u>\$ -38.15</u>
Net Professional Services	\$ 343.35
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 343.35

IN ACCOUNT WITH

250 LAKE MENDOZA DRIVE SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 0

RE: GENERAL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
9/04/18	HDB	208	Review Notice of Presentment of Stipulation Modifying the Automatic Stay Between the Puerto Rico Highways and Transportation Authority and Tallaboa Industrial Development, Inc. and Voluntary Dismissal of the Motion for Relief from Automatic Stay.	.20	290.00	58.00
9/04/18	HDB	208	Revise Notice of Presentment of Stipulation Modifying the Automatic Stay Between the Puerto Rico Highways and Transportation Authority and Lucas Perez Valdivieso Torruella et als. and Voluntary Dismissal of the Motion for Relief from Automatic Stay.	.20	290.00	58.00
9/04/18	MMB	219	Update MLS as of August 31, 2018, to include dkt. 493, notice of presentment of stipulation modifying automatic stay of Lucas Pérez Valdivieso (dkt. 484 - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
9/06/18	MMB	219	Docket court notice received by email dated September 4, 2018, regarding deadline to file opposition to Pérez Valdivieso's motion for relief from stay, movant's reply - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
9/08/18	ETF	207	Study first circuit opinion on Peaje's appeal regarding whether it has a statutory lien.	.70	200.00	140.00
9/14/18	MMB	219	Docket court notice received by email dated September 14, 2018, regarding order dkt. 508 setting deadline for the parties to meet and confer, and file joint status report - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
9/20/18	MMB	219	Docket court notice received by email dated September 19, 2018, regarding deadlines to respond, reply, to Finca Matilde's MLS - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50

Bill #: 334890

October 3, 2018

9/27/18	MMB	219	Docket court notice received by email dated September 25, 2018, regarding order 511 further extending deadlines - H. Bauer, U. Fernandez, D. Pérez.	.10	135.00	13.50
9/30/18	HDB	210	Review Governor Rossello's response declining to follow Section 205 Recommendations issued by the FOMB to HTA.	.20	290.00	58.00

TOTAL PROFESSIONAL SERVICES \$ 381.50

Less Discount \$ -38.15

NET PROFESSIONAL SERVICES: \$ 343.35

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
HERMANN BAUER	.60	290.00	174.00
EMILIANO TRIGO FRITZ	.70	200.00	140.00
MILAGROS MARCANO BAEZ	.50	135.00	67.50
Total	1.80		\$ 381.50

TOTAL THIS INVOICE \$ 343.35

O'NEILL & BORGES LLC

October 3, 2018

FOMB IN RE HTA TITLE III

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MUNOZ RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

October 3, 2018
Bill #: 334891
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending September 30, 2018:

Client.Matter: P1703 - 803

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

Total Professional Services	\$ 232.00
VOLUME DISCOUNT	<u>\$ -23.20</u>
Net Professional Services	\$ 208.80
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 208.80

IN ACCOUNT WITH

250 LAKE MENDOZA DRIVE, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

Client.Matter: P1703 . 803

RE: 17-00159-LTS AMBAC ASSURANCE CORP. V. COMM. OF P.R. ET AL-CGB

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
9/05/18	HDB	207	Analyze Creditor's Committee Intervenor's brief in appeal.	.80	290.00	232.00

TOTAL PROFESSIONAL SERVICES	\$ 232.00
VOLUME DISCOUNT	<u>\$ -23.20</u>
NET PROFESSIONAL SERVICES:	\$ 208.80

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
HERMANN BAUER	.80	290.00	232.00
Total	.80		\$ 232.00

TOTAL THIS INVOICE **\$ 208.80**

O'NEILL & BORGES LLC

October 3, 2018

FOMB IN RE HTA TITLE III

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

Enclosed please find our bill for professional services rendered and reimbursable expenses.
Should you have any questions concerning the attached bill, please do not hesitate to contact us. Your prompt payment would be greatly appreciated.

Sincerely Yours,

CARLA GARCIA BENITEZ

IN ACCOUNT WITH

250 LAKE MUNDY RIVERA, SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

O'NEILL & BORGES LLC

FOMB IN RE HTA TITLE III

October 3, 2018
Bill #: 334892
Billing Attorney: CGB

BILLING SUMMARY

For Professional Services Rendered and Reimbursable Expenses for the period ending September 30, 2018:

Client.Matter: P1703 - 805

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

Total Professional Services	\$ 15,969.50
VOLUME DISCOUNT	<u>\$ -1,596.95</u>
Net Professional Services	\$ 14,372.55
Total Reimbursable Expenses	<u>\$.00</u>
TOTAL THIS INVOICE	\$ 14,372.55

O'NEILL & BORGES LLC

250 LAKE MIDDLEBURY DRIVE SUITE 800
SAN JUAN, PR 00918-1813
TEL. (787) 764-8181
FAX (787) 753-8944

Client.Matter: P1703 . 805

RE: 18-00030-LTS SIEMENS TRANSPORTATION V. PR HTA ET AL

PROFESSIONAL SERVICES

Date	Atty	Task	Description	Hours	Rate	Amount
9/06/18	HDB	209	Review issues concerning documents production and deposition discovery schedule.	.20	290.00	58.00
9/10/18	CGB	209	Tel. Conf. with A. Skellet, M. Dale and H. D. Bauer to discuss current status of discovery responses by the FOMB and HTA to the discovery requests served by Siemens and coordinate next steps to complete same.	.50	330.00	165.00
9/10/18	HDB	209	Review status of discovery. (.20) Tel. conf. with Proskauer and C. Garcia regarding discovery and other issues. (.50)	.70	290.00	203.00
9/11/18	CGB	209	Review and analyze GDB's discovery requests addressed to Siemens to consider potential avenues of additional discovery by FOMB or the HTA.	.30	330.00	99.00
9/11/18	CGB	209	Detailed analysis of FOMB's draft response to Siemens discovery request to ascertain potential distinctions in the response to be drafted on behalf of the HTA.	.80	330.00	264.00
9/11/18	CGB	209	Tel. conf. with HTA's outside counsel J. Viggiano to ascertain status of HTA's document compilation and other additional information required to draft response to Siemens discovery request.	.50	330.00	165.00
9/11/18	CGB	209	Initial revisions to the FOMB's draft response to discovery to adapt proposed objections and response for purposes of HTA's response.	1.40	330.00	462.00
9/11/18	CGB	209	Email to M. Dale setting forth key provisions of the GDB enabling act identified by J. Pietrantonio evidencing grounds to deny Siemens RFA number 3.	.30	330.00	99.00
9/11/18	CGB	209	Identify GDB deposition section setting forth language impacting upon draft response to RFA 6. (.20) Draft email to M. dale regarding same. (.10)	.30	330.00	99.00

Bill #: 334892

October 3, 2018

9/11/18	JP	210	Analyze whether HTA was required to use GDB as depositary of escrow fund for Siemens settlement.	.40	355.00	142.00
9/11/18	HDB	209	Review issues regarding discovery responses. (.40) Review issues regarding Title VI Standing. (.20)	.60	290.00	174.00
9/12/18	CGB	209	Tel. conf. with J. El Koury and M. Dale to discuss key facts potentially responsive to the Siemens discovery request issued to the FOMB.	.60	330.00	198.00
9/12/18	CGB	209	Continue edits of preliminary responses to Siemens discovery for HTA's consideration.	1.60	330.00	528.00
9/12/18	CGB	209	Draft list of pending information required from HTA to complete Draft response to interrogatories served by Siemens.	.70	330.00	231.00
9/13/18	CGB	209	Review background documents to ascertain responsive information to Siemens interrogatories.	2.60	330.00	858.00
9/13/18	CGB	209	Analyze email from GDB counsel M. Trelles informing of Siemens request for analyze extension of time to serve deposition notices.	.20	330.00	66.00
9/13/18	CGB	209	Continued Draft objections and responses to Siemens discovery request in view of information ascertained from documents.	2.90	330.00	957.00
9/13/18	HDB	210	Review issues concerning request to extend discovery deadlines.	.20	290.00	58.00
9/14/18	CGB	209	Email exchanges with M. Dale and A. Skellet regarding status of HTA's responses to Siemens discovery to ensure consistency with FOMB responses.	.40	330.00	132.00
9/14/18	CGB	209	Preliminary analysis of Siemens 30(b)(6) deposition topics for HTA representative. (.20) Draft email to HTA's representatives forwarding same. (.10)	.30	330.00	99.00
9/14/18	CGB	209	Final edits to first draft of the HTA's response to Siemens discovery request in view of H. D. Bauer's comments to the FOM's responses. (.60) Tel. conf. with HTA's J. Viggiano regarding status of various open items including IT search at HTA. (.30) Draft email to J. Viggiano forwarding initial Draft response for review. (.20)	1.10	330.00	363.00

Bill #: 334892

October 3, 2018

9/14/18	CGB	209	Follow-up tel. conf. with HTA's J. Viggiano to go over available facts to supplement basic responses and discuss updated status of IT search of HTA's e-files. (.50) Draft email to M. Dale and A. Skellet regarding same. (.10)	.60	330.00	198.00
9/14/18	HDB	209	Revised draft FOMB responses to Siemens' discovery. (.40) Draft e-mails with comments to draft responses. (.20) Review Notices of deposition. (.20)	.80	290.00	232.00
9/14/18	MMB	219	Docket entries for C. Garcia, H. Bauer, U. Fernandez, D. Pérez, regarding depositions of GDB, AAFAF, FOMB, HTA, J. Menéndez, Siemens.	.30	135.00	40.50
9/17/18	CGB	209	Review message from J. Viggiano forwarding names of former and current HTA Finance Directors. (.20) Revise draft response to ascertain interrogatories for which such information is response. (.30) Draft updated responses. (.30)	.80	330.00	264.00
9/17/18	CGB	209	Detailed review of GDB's earlier productions to identify key HTA players and other potentially responsive information as it relates to HTA.	1.80	330.00	594.00
9/17/18	CGB	209	Further revisions to HTA's responses in view of additional details identified in GDB documents. (1.10) Draft email to J. Viggiano forwarding updated draft for review and consideration. (.30) Tel. conf. with J. Viggiano to seek additional information required to complete responses. (.50)	1.90	330.00	627.00
9/17/18	CGB	209	Tel. conf. with J. Viggiano to discuss E-search results and next steps in view same. (.30) Further revisions to HTA's responses to set forth likely future supplementation of certain production requests. (.60)	.90	330.00	297.00
9/17/18	CGB	209	Email exchange with J. Viggiano, M. Dale and A. Skellet to coordinate Follow-up tel. conf. with IT and e-discovery personnel to coordinate next steps in the process of attempting to identify potentially responsive documents.	.30	330.00	99.00
9/17/18	CGB	209	Tel. conf. with J. Viggiano to coordinate review and signature by HTA representative of the HTA responses.	.30	330.00	99.00
9/17/18	CGB	209	Draft email to counsel for all parties forwarding copies of the FOMB's response to Siemens Omnibus Discovery request.	.20	330.00	66.00

Bill #: 334892

October 3, 2018

9/17/18	CGB	209	Draft email to counsel for all parties forwarding copies of the HTA's response to Siemens Omnibus Discovery request. (.20) Draft Follow-up email seeking confirmation of receipt of the response in view of undeliverable response received from some counsel of record. (.10)	.30	330.00	99.00
9/17/18	HDB	206	Review initial draft of HTA's responses to discovery served by Siemens. (.40) Review comments by M. Dale. (.10) Tel. conf with Proskauer regarding discovery issues. (.50) Review e-mail concerning finalization of proposed responses. (.30)	1.30	290.00	377.00
9/18/18	CGB	209	Tel. conf. with Proskauer's A. Skellet to discuss logistics for future document review of culling of potentially responsive electronic documents.	.20	330.00	66.00
9/18/18	CGB	209	Draft email to Proskauer's P. V. Giarrusso, M. A. Dale, A. Skellet and HTA's J. Viggiano, O. Acevedo and E. Hernandez summarizing main steps agreed to during Tel. Conf. to coordinate e-discovery issues.	.70	330.00	231.00
9/18/18	CGB	209	Analyze GDB's response to Siemens omnibus discovery request.	.20	330.00	66.00
9/18/18	HDB	209	Review GDB Responses to Siemens' Production Requests. (.30) Review HTA's final response to Siemens' discovery request. (.20)	.50	290.00	145.00
9/19/18	CGB	209	Analyze Siemens concerns relating to HTA's responses to discovery. (.40) Draft bullets summarizing basis for response to address such concerns. (.20) Email exchange with M. A. Dale and A. Skellet to coordinate date and time for meet-and-confer with Siemens. (.20) Email to HTA's J. Viggiano seeking additional information requested by Siemens regarding former HTA employees. (.20)	1.00	330.00	330.00
9/19/18	CGB	209	Revise draft of proposed objections to Siemens 30(b)(6) deposition of a FOMB representative.	.60	330.00	198.00
9/19/18	HDB	209	Review Siemen's objections to the FOMB responses to discovery.	.20	290.00	58.00
9/20/18	CGB	209	Final Review of the FOMB's objections to the 30(b)(6) noticed of deposition served by Siemens. (.20) Email to Siemens counsel forwarding same and seeking to meet-and-confer to discuss such objections. (.20)	.40	330.00	132.00

Bill #: 334892

October 3, 2018

9/20/18	CGB	209	Review email from J. Viggiano setting forth update on status of compilation of potentially responsive e-documents for review.	.10	330.00	33.00
9/20/18	CGB	209	Tel. conf. with M. Dale to coordinate strategy in anticipation to meet-and-confer with Siemens counsel. (.20) Tel. conf. with M. Dale, Siemens D. Baker and L. Cumpiano to met-and-confer to resolve pending issues raised by Siemens with respect to the FOMB's and HTA's responses to discovery. (1.20)	1.40	330.00	462.00
9/20/18	CGB	209	Draft email to D. Baker and L. Cumpiano supplementing certain HTA responses and summarizing agreed next steps. (.40) Finalize email in view of comments from M. Dale. (.10) Draft email to HTA counsel J. Viggiano seeking additional information requested by Siemens. (.10)	.60	330.00	198.00
9/21/18	CGB	209	Review email from HTA's J. Viggiano forwarding known addresses of former employees. (.10) Analyze GDB production to confirm Jesus Garcia was a GDB employee. (.20) Draft email to Siemens' D. Baker providing updated information regarding former HTA employee E. Rodriguez Perez. (.20)	.50	330.00	165.00
9/21/18	CGB	209	Tel. conf. with M. Dale to coordinate next steps in view of Siemens pending discovery issues as pertains HTA. (.30) Tel. conf. with HTA's J. Viggiano to request follow-up confirmation regarding any communications between HTA in-house counsel and counsel for any of the other parties to the proceeding. (.20)	.50	330.00	165.00
9/21/18	CGB	209	Tel. conf. with Siemen's L. Cumpiano to discuss pending notices of deposition issues to HTA's former employees and request for identification of HTA's designated representative for purposes of the 30(b)(6) deposition notice. (.20) Tel. conf. with HTA's J. Viggiano to ascertain name of corporate designee and coordinate conf. to meet with same. (.10)	.30	330.00	99.00
9/21/18	CGB	209	Tel. conf. with GDB's counsel O. Ramos, M. D. Trelles and G. Soler to discuss current discovery schedule and likely objection to excessive depositions sought by Siemens. (.30) Analyze 14 deposition notices served by individual fact witnesses. (.30) Tel. conf. with M. Dale regarding same and other pending discovery issues. (.20)	.80	330.00	264.00

Bill #: 334892

October 3, 2018

9/21/18	CGB	209	Follow-up conference to coordinate with J. Viggiano confirmation of nature of communication by HTA's J. Maldonado with the GDB.	.20	330.00	66.00
9/21/18	CGB	209	Analyze proposed stipulation forwarded by Siemens' counsel D. Baker. (.20) Email to D. Baker acknowledging receipt of same. (.10) Email to M. Dale setting forth initial analysis of proposed stipulation of fact. (.10)	.40	330.00	132.00
9/21/18	CGB	209	Analyze AAFAF's responses to Siemens omnibus discovery requests to confirm consistency with HTA's responses.	.20	330.00	66.00
9/21/18	HDB	209	Review FOMB's objection to the Notice of Deposition served by Siemens.	.30	290.00	87.00
9/24/18	CGB	209	Review standards under Puerto Rico law for the deposition of counsel in anticipation of meet-and-confer with Siemens regarding proposed depositions, including that of former HTA in-house counsel.	.30	330.00	99.00
9/24/18	CGB	209	Participate in meet-and-confer with Siemens counsel to discuss GDB's opposition to proposed depositions so as to raise the prospect of similar objections by the FOMB?HTA and determine Siemens initial reaction to the raised objections.	.70	330.00	231.00
9/24/18	CGB	209	Tel. conf. with HTA's J. Viggiano to discuss recent subpoenas to former HTA representatives and options to communicate with the same. (.30) Email to J. Viggiano forwarding copy of the served Subpoena for former HTA General Counsel Rebeca Rojas. (.10) Tel. conf. with M. Dale to coordinate strategy in relation to additional depositions. (.30) Follow-up tel. conf. with HTA's J. Maldonado and HTA's J. Viggiano to corroborate nature of counsel-to-counsel communications between HTA and AAFAF/GDB as relates to the issues raised in Adversary Proceeding 18-00030. (.20) Review Follow-up email from J. Maldonado regarding same. (.10)	1.00	330.00	330.00
9/24/18	CGB	209	Review (.10) and respond to message from J. Viggiano regarding contact information for former HTA general Counsel R. Rojas. (.10)	.20	330.00	66.00

Bill #: 334892

October 3, 2018

9/24/18	CGB	209	Review message from HTA's IT team regarding scope of e-discovery search and forwarding link of the result of same. (.20) Email exchanges with Proskauer IT team and HTA's J. Viggiano regarding next steps in the e-discovery culling process to identify potentially responsive documents. (.30)	.50	330.00	165.00
9/24/18	CGB	209	Analyze legal memorandum setting forth requirements for the applicability of the "common interest" privilege to consider its implications for potential objections to the discovery sought by Siemens from HTA.	.40	330.00	132.00
9/24/18	HDB	209	Review GDB's objection to deposition discovery. (.20) Review AAFAF's responses to discovery served by Siemens. (.30)	.50	290.00	145.00
9/25/18	CGB	209	Analyze email from Siemens counsel seeking confirmation from the parties that certain individuals will not be called as witnesses in the proceeding. (.20) Draft preliminary response to same. (.10) Edit response to Siemens' query in light of additional input from M. Dale. (.10) Review (.20) and respond to Follow-up queries from Siemens counsel D. Baker (.20) regarding the same issue.	.80	330.00	264.00
9/25/18	CGB	209	Tel. conf. with J. Viggiano to coordinate next steps in preparation for pending deposition issues. (.20) Tel. conf. with former HTA general counsel R. Rojas to ascertain the nature of her role as relates the Siemens settlement in the 2010-2012 time frame (.40) Draft Follow-up email to R. Rojas forwarding to her necessary contact information as regards next steps pertaining to her subpoena to appear as a deponent in this case. (.10)	.70	330.00	231.00
9/25/18	CGB	209	Tel. conf. with GDB counsel M. D. Trelles and G. Soler to confirm postponement of GDB's depositions of Siemens representatives. (.20) Draft Follow-up email to M. Dale confirming depositions have been postponed. (.10)	.30	330.00	99.00
9/25/18	CGB	209	Draft FOMB/HTA's objections to the proposed depositions of three HTA former employees. (.30) Draft email to M. Dale forwarding same. (.10) Final edits to email to Siemens counsel D. Baker setting forth objections to proposed depositions and seeking to meet and confer. (.20)	.60	330.00	198.00

Bill #: 334892

October 3, 2018

9/25/18	CGB	209	Analyze Siemens proposed topics for the 30(b)(6) deposition of HTA representative. (.3) Draft email to M. Dale setting forth proposed strategy in view of same. (.20)	.50	330.00	165.00
9/25/18	CGB	209	Monitor email exchanges between M. Dale and J. El Koury confirming the nature of FOMB documentation pertaining the issues raised in Adv. 18-00030. (.30) Analyze M. Dale email to Siemens' D. Baker confirming same. (.10)	.40	330.00	132.00
9/25/18	HDB	209	Review issues regarding deposition discovery and trial witnesses. (.20) Coordinate deposition attendance. (.10) Revise proposed response to discovery objection by counsel for Siemens. (.10)	.40	290.00	116.00
9/26/18	CGB	209	Analyze Siemens' counsel's email setting forth alleged justification for HTA's depositions in anticipation of meet-and-confer. (.20) Draft response thereto. (.10) Draft outline of topics to be discussed during meet-and-confer. (.20) Tel. conf. with M. Dale to discuss topics and develop strategy for meet-and confer.(.40)	.90	330.00	297.00
9/26/18	CGB	209	Tel. conf. with Siemens' counsel D. Baker and L. Cumpiano, legal and representatives of GDB, AAFAF to discuss current deposition schedule and the FOMB/HTA's objections to the deposition of 3 former HTA representatives.	1.00	330.00	330.00
9/26/18	CGB	209	Tel. conf. with former HTA counsel R. Rojas to ascertain her availability for analyze alternate deposition date.	.20	330.00	66.00
9/26/18	CGB	209	Tel. conf. with former HTA counsel R. Rojas to ascertain her availability for analyze alternate deposition date. (.20) Draft email confirming same. (.10)	.30	330.00	99.00
9/26/18	CGB	209	Draft email to M. Dale and A. Skellet providing names of known HTA counsel to facilitate the process of identifying privileged documents. (.10) Tel. conf. with J. Viggiano seeking list of other in-house counsel during the relevant time period (.10)	.20	330.00	66.00
9/26/18	CGB	209	Draft email to D. Baker confirming topics discussed during meet-and-confer. (.20) Forward same to M. Dale for comments. (.10)	.30	330.00	99.00

Bill #: 334892

October 3, 2018

9/26/18	CGB	209	Monitor email exchange between M. Dale and D. Baker regarding the Siemens production of documents to the GDB.	.10	330.00	33.00
9/26/18	HDB	209	Draft e-mail to M. Dale and C. García regarding potential testimony relative to the Second Amendment.	.20	290.00	58.00
9/27/18	CGB	209	Finalize email to D. Baker confirming HTA witnesses availability for depositions on proposed alternate dates and confirming topics discussed during meet and confer.	.10	330.00	33.00
9/27/18	CGB	209	Exchange emails with M. Dale to coordinate strategy for likely motion for protective order to quash deposition of former HTA counsel. (.20) Brief overview of outline of motion forwarded by A. Skellet. (.10) forward same and key background documents to R. Casellas. (.10)	.40	330.00	132.00
9/27/18	HDB	209	Review e-mails from C. Garcia and L. Cumpiano regarding issues.	.20	290.00	58.00
9/27/18	RJC	209	Review key documents and filings in preparation to draft motion to quash notice of deposition as to Rojas.	.40	180.00	72.00
9/28/18	CGB	209	Attend kick-off meeting with document review team members P. Ramirez, F. Rosado, F. Vallejo, P. A. Gonzalez and J. Candelario ensure accurate instructions and protocol for document review of Spanish language documents potentially responsive to Siemens document request addressed to HTA.	.20	330.00	66.00
9/28/18	CGB	209	Draft email to A. Skellet forwarding list of HTA's counsel for the relevant time-period to ensure potentially privileged documents are correctly identified.	.30	330.00	99.00
9/28/18	CGB	209	Tel. conf. with Siemens 'D. Baker and L. Cumpiano, as well as counsel for AAFAF and GDB to coordinate additional details pertaining to current deposition schedule and other discovery issues.	.50	330.00	165.00
9/28/18	PMR	210	Kick-off meeting with C. Garcia and other associates to discuss parameters to review production of documents as to Siemens' transportation claim.	.20	175.00	35.00
9/28/18	JAC	209	Meet with C. Garcia, P. A. Gonzalez, F. Vallejo, F. Rosado and P.M. Ramirez Segarra regarding guidelines for potential document review and production.	.20	170.00	34.00

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9/28/18	PAG	209	Meet with C. Garcia, J. Candelaria, P. Ramirez, F. Vallejo, and F. Rosado to discuss parameters for future document review.	.20	170.00	34.00
9/28/18	RJC	209	Review key documents and filings in preparation to draft motion to quash notice of deposition as to Rojas.	2.10	180.00	378.00
9/28/18	FVR	206	Kick off meeting with C. Garcia and other associates in order to discuss parameters for document review regarding production of documents for Siemens Transportation.	.20	170.00	34.00
9/28/18	FER	209	Core meeting with C. Garcia, P. Ramirez, J. Candelaria, P. Gonzalez and F. Vallejo to discuss parameters of document review.	.20	165.00	33.00

TOTAL PROFESSIONAL SERVICES \$ 15,969.50

VOLUME DISCOUNT \$ -1,596.95

NET PROFESSIONAL SERVICES: \$ 14,372.55

SUMMARY OF PROFESSIONAL SERVICES

Name	Hours	Rate	Total
CARLA GARCIA BENITEZ	40.60	330.00	13,398.00
JULIO PIETRANTONI	.40	355.00	142.00
HERMANN BAUER	6.10	290.00	1,769.00
PRISCILA M. RAMIREZ SEGARRA	.20	175.00	35.00
JORGE A. CANDELARIA	.20	170.00	34.00
PAULA A. GONZALEZ MONTALVO	.20	170.00	34.00
RICARDO J. CASELLAS	2.50	180.00	450.00
FRANCES VALLEJO	.20	170.00	34.00
FILEX E. ROSADO	.20	165.00	33.00
MILAGROS MARCANO BAEZ	.30	135.00	40.50
Total	50.90		\$ 15,969.50

TOTAL THIS INVOICE \$ 14,372.55